UPL

Investment Services	
Estimate change	
TP change	\longleftrightarrow
Rating change	$ \longrightarrow $

Motilal Oswai

Bloomberg	UPLL IN
Equity Shares (m)	765
M.Cap.(INRb)/(USDb)	568.4 / 6.9
52-Week Range (INR)	848 / 608
1, 6, 12 Rel. Per (%)	8/-1/-4
12M Avg Val (INR M)	1871

Financials & Valuations (INR b)

Y/E Mar	2023E	2024E	2025E
Sales	556.5	615.4	656.1
EBITDA	126.2	138.5	147.6
PAT	59.2	64.6	72.8
EBITDA (%)	22.7	22.5	22.5
EPS (INR)	77.4	84.4	95.2
EPS Gr. (%)	22.0	9.0	12.8
BV/Sh. (INR)	515	663	786
Ratios			
Net D/E	0.7	0.4	0.2
RoE (%)	24.8	21.7	19.9
RoCE (%)	17.8	18.0	18.3
Payout (%)	17.4	16.6	14.7
Valuations			
P/E (x)	9.8	9.0	8.0
EV/EBITDA (x)	6.2	5.3	4.5
Div Yield (%)	1.6	1.8	1.8
FCF Yield (%)	10.6	10.7	15.3

Shareholding pattern (%)

	Dec-22	Sep-22	Dec-21
Promoter	30.7	29.0	28.2
DII	16.2	17.2	18.7
FII	42.7	42.8	34.3
Others	10.4	11.1	18.8

Note: FII includes depository receipts

CMP: INR757

TP: INR835 (+10%)

Neutral

Higher realization continues to drive growth

Earnings in line with expectations

- UPLL reported healthy revenue growth of 21% YoY, driven primarily by an increase in price realization (up 13% YoY). Volumes inched up 1% YoY. All other key geographies registered a strong double-digit sales growth, except for Europe (up 3% YoY).
- Gross debt/Net debt increased by INR53.7b/INR37.6b YoY in 3QFY23 to INR328b/INR275b.
- We largely maintain our FY23E/FY24E/FY25E earnings and reiterate our Neutral rating on the stock with a TP of INR835 (premised on 9x Dec'24E P/E).

Key geographies drive growth

- UPLL reported revenue of INR136.8b (above our estimate of INR133.3b) in 3QFY23, up 21% YoY (volume: up 1%, price: up 13%, exchange: up 7%). EBITDA stood at INR30.3b (below our estimate of INR31.9b), up 14% YoY, aided by an improved product mix and portfolio rationalization. EBITDA margin contracted by 140bp YoY to 22.2% in 3QFY23. Adj. PAT stood at INR13.4b (below our estimate of INR14.3b), up 11% YoY. The effective tax rate stood at 9.2% in 3QFY23.
- Revenue in North America grew 30% YoY, driven by high commodity prices.
 In LATAM, revenue was up 28% YoY, aided by strong growth in insecticide/ fungicide/herbicide in Brazil/Mexico/Argentina.
- India revenue grew 19% YoY, led by strong price realization and healthy traction in the seeds business. However, unfavorable weather conditions and high channel inventory impacted the demand.
- Sales in Europe grew just by 3% YoY, affected by EUR devaluation, the ongoing conflict and product bans. Revenue from the RoW increased 12% YoY, driven by strong growth in SE Asia and AUS/NZ.
- Net working capital increased to 121 days in 3QFY23 from 108 days in 3QFY22, due to an increase in receivables and inventory build-up.
- For 9MFY23, revenue/EBIDTA/Adj. PAT grew 22%/24%/16% YoY, with cash flow generation of ~INR50.7b.

Highlights from the management commentary

- Guidance: Management maintains its guidance for revenue/EBITDA growth at 12-15%/15-18% in FY23. It expects healthy volume growth in 4QFY23, led by support in pricing and a strong demand outlook in India and America.
- Management aims to reduce gross debt to ~USD2b by Mar'23. It is confident of significantly reducing the debt in 4QFY23 on back of working capital release, higher EBITDA in 4QFY23 and cash inflow from corporate realignment.
- Management expects a ~25% CAGR in the specialty chemical segment over the next three to five years.

Sumant Kumar - Research Analyst (Sumant.Kumar@MotilalOswal.com)

Research Analyst: Meet Jain (Meet.Jain@MotilalOswal.com) | Omkar Shintre (Omkar.Shintre@MotilalOswal.com)

Investors are advised to refer through important disclosures made at the last page of the Research Report. Motilal Oswal research is available on www.motilaloswal.com/Institutional-Equities, Bloomberg, Thomson Reuters, Factset and S&P Capital.

Valuation and view

- Cash flow generation and debt repayments remain the key monitorables amid a high inflationary environment in FY23.
- We expect a revenue/EBITDA/Adj. PAT CAGR of 12%/13%/14% over FY22-25, backed by higher volumes and an improved product mix.
- We largely maintain our FY23E/FY24E/FY25E earnings. We reiterate our Neutral rating on the stock with a TP of INR835 (premised on 9x Dec'FY24E P/E; in line with a three-year average, one-year forward P/E).

Cons.: Quarterly Earning Model

Y/E March		F١	(22			FY23				FY23E	FY23E	Var
	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4QE	-		3Q	%
Net Sales	85.2	105.7	113.0	158.6	108.2	125.1	136.8	186.5	462.4	556.5	133.3	3%
YoY Change (%)	8.7	18.2	23.8	24.0	27.1	18.4	21.1	17.6	19.5	20.4	18.0	
Total Expenditure	66.5	85.2	86.3	122.7	84.8	97.4	106.5	141.7	360.8	430.3	101.4	
EBITDA	18.6	20.5	26.7	35.9	23.4	27.7	30.3	44.8	101.7	126.2	31.9	-5%
Margins (%)	21.9	19.4	23.6	22.6	21.7	22.1	22.2	24.0	22.0	22.7	23.9	
Depreciation	5.5	5.7	6.0	6.4	5.9	6.1	6.2	6.7	23.6	24.9	6.3	
Interest	6.1	3.6	5.3	8.0	5.2	6.4	8.9	5.5	23.0	26.1	6.0	
Other Income	0.5	0.5	0.7	1.2	0.7	0.8	1.2	0.7	2.8	3.4	0.7	
Exch. difference on trade rec./payable	0.9	1.1	2.2	2.1	2.0	3.2	1.5	0.0	6.4	6.7	0.0	
PBT before EO expense	6.6	10.5	13.9	20.5	11.1	12.7	14.8	33.3	51.6	72.0	20.3	
Extra-Ord expense	0.6	0.4	0.5	1.7	0.8	0.4	0.2	0.0	3.2	1.4	0.0	
PBT	6.0	10.1	13.3	18.9	10.3	12.3	14.6	33.3	48.3	70.6	20.3	
Тах	-1.5	2.5	1.7	2.7	0.6	2.3	1.4	5.5	5.3	9.7	3.3	
Rate (%)	-25.3	24.6	12.5	14.1	5.7	18.8	9.2	16.5	10.9	13.8	16.5	
MI & P/L of Asso. Cos.	0.8	1.3	2.3	2.4	1.0	1.8	2.4	2.9	6.8	8.1	2.6	
Reported PAT	6.8	6.3	9.4	13.8	8.8	8.1	10.9	24.9	36.3	52.7	14.3	
Adj PAT	10.2	7.5	12.0	18.9	10.4	10.5	13.4	24.9	48.5	59.2	14.3	-6%
YoY Change (%)	50.4	12.0	28.1	58.7	2.9	40.3	11.1	32.0	39.9	22.0	18.5	
Margins (%)	11.9	7.1	10.7	11.9	9.7	8.4	9.8	13.4	10.5	10.6	10.7	

Note: Adjusted PAT = Reported PAT + forex adjustment + exceptional item

Key Performance Indicators

Y/E March		FY	22			FY	23		FY22	FY23
Consolidated	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	-	
Sales Growth Split										
Volume (%)	6.0	15.0	11.0	3.0	6.0	-7.0	1.0	10.0	8.0	8.0
Price (%)	2.0	3.0	13.0	19.0	18.0	21.0	13.0	1.0	10.0	12.4
Exchange Impact (%)	1.0	0.0	0.0	2.0	3.0	4.0	7.0	7.0	1.0	0.0
Cost Break-up										
RM Cost (% of sales)	43.5	49.4	45.6	50.4	43.1	46.2	47.2	49.5	47.7	46.9
Staff Cost (% of sales)	12.1	10.2	10.3	8.5	11.5	9.9	9.7	7.6	10.0	9.4
Other Cost (% of sales)	22.5	21.0	20.5	18.5	23.8	21.8	21.0	18.9	20.3	21.0
Gross Margins (%)	56.5	50.6	54.4	49.6	56.9	53.8	52.8	50.5	52.3	53.1
EBITDA Margins (%)	21.9	19.4	23.6	22.6	21.7	22.1	22.2	24.0	22.0	22.7
EBIT Margins (%)	15.4	14.0	18.3	18.6	16.2	17.3	17.6	20.4	16.9	18.2

(INR b)

Key exhibits

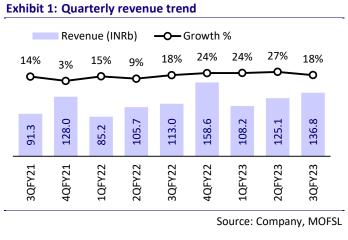
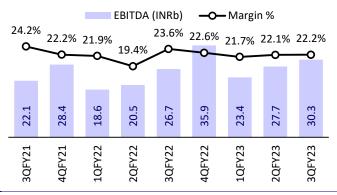
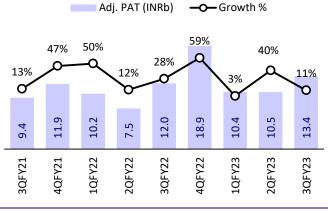


Exhibit 2: Quarterly EBITDA trend

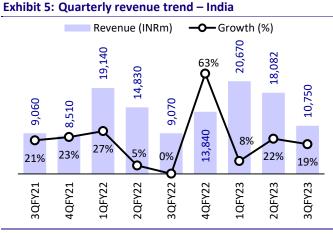


Source: Company, MOFSL

Exhibit 3: Quarterly adjusted PAT trend



Source: Company, MOFSL



Source: Company, MOFSL

Exhibit 4: Quarterly and annual growth breakup

■ Volume Growth (%) ■ Price Growth (%) ■ Exchange Growth (%)

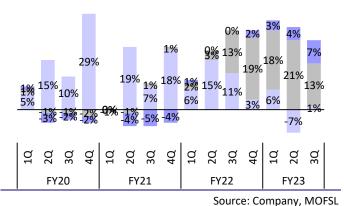
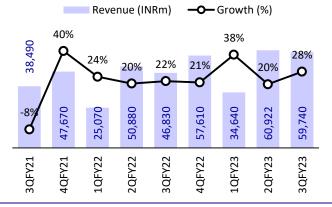


Exhibit 6: Quarterly revenue trend – LATAM



Source: Company, MOFSL

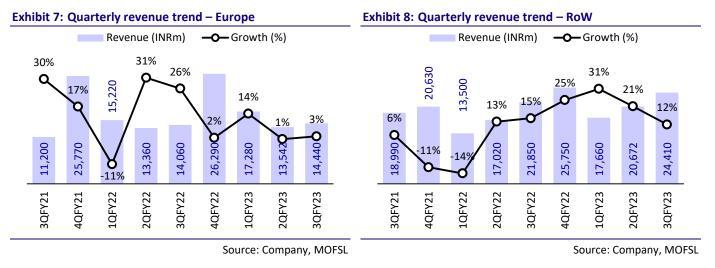


Exhibit 9: Quarterly revenue trend – North America

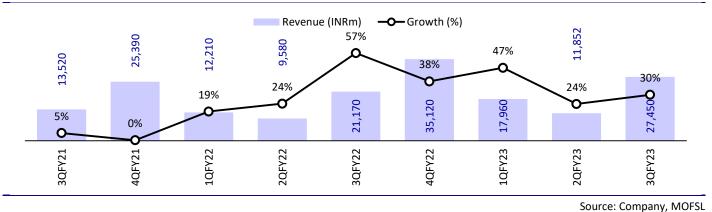


Exhibit 10: Revenue growth by region in 3QFY23

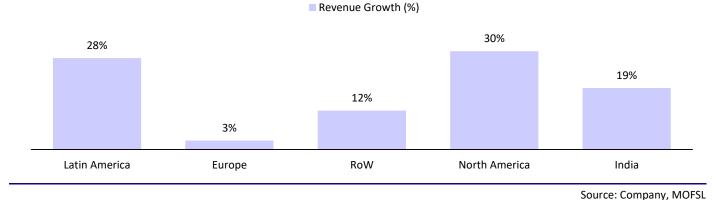
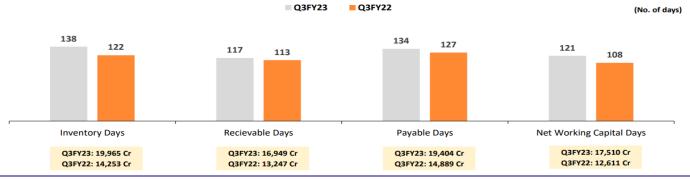
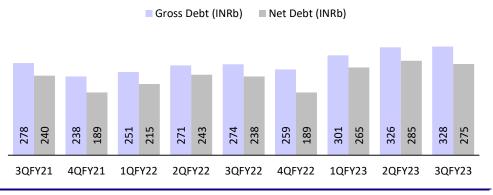


Exhibit 11: Working capital analysis (no. of days)



Source: Company, MOFSL

Exhibit 12: Gross and net debt trends (excluding perpetual bond of INR29.86b)



Source: Company, MOFSL



Highlights from the conference call

LATAM

- Revenue grew by 28% YoY during the quarter, driven by strong growth in the insecticide segment, especially in Brazil. The region also witnessed an increase in fungicides sales, primarily led by its new product 'Evolution'.
- The differentiated portfolio grew by ~23% YoY.

Europe

- Revenue grew just by 3% YoY, affected by EUR devaluation, the ongoing conflict and product bans in the region. However, in EUR terms, revenue grew by ~10%, despite significant macro headwinds.
- The region witnessed strong growth in differentiated products (+41%), driven by insecticides and fungicides portfolios.

India

- Revenue grew by 19% YoY during the quarter, led by strong traction in the seeds business.
- Unfavorable weather and high inventory in the channel hit the demand in the industry. However, the lower demand was compensated by strong price realizations.

North America (NAM)

- Revenue grew 30% YoY during the quarter on back of growth in the herbicide segment and high commodity prices. The region also witnessed strong growth in the seed and soil health segment.
- Persistent dry weather in western US continues to adversely impact specialty crops and the rice market.

RoW

- Revenue grew 12% YoY on back of strong growth in the insecticide segment in SE Asia and in the herbicides segment in ANZ.
- The Japan region witnessed flat growth despite a devaluation of JPY against INR.

Guidance

 Management maintains its growth guidance for revenue/EBITDA at 12-15%/15-18% for FY23.

MOTILAL OSWAL

- Management expects healthy volume growth in 4QFY23, led by support in pricing and a strong demand outlook in India and America.
- However, the industry has witnessed high inventory in the channel for the last few months, and management expects this to go back to the normal levels in the next two quarters.
- Earlier, UPLL had guided for capex of ~INR33b in FY23. Management expects the actual capex for the year to be slightly lower.

Working Capital and Debt

- Management maintains its net debt reduction target of USD500m for FY23 and aims to reduce gross debt to ~USD2b by Mar'23. Accordingly, it expects Net debt/EBITDA to be ~1.4x by the end of FY23.
- Management is confident of reducing debt to ~USD2b by Mar'23 through working capital release, higher EBITDA in 4QFY23 and cash inflow from corporate realignment.
- The finance cost has increased significantly due to a significant rise in global benchmark interest rates. The average interest cost in USD terms is ~7.5%. Accordingly, the significant reduction in debt will lead to a decline in the interest cost.
- Receivables are expected to remain around USD1.6b by the end of FY23.

Other highlights

- During 9MFY23, UPLL's specialty chemical business grew by ~22% to over INR12.5b. Management expects a ~25% CAGR in this segment over the next three to five years.
- In order to grow the specialty business segment, UPLL is entering into a new chemistry platform. It is also expanding the capacity for existing molecules and operationalizing the recently acquired manufacturing plant.
- Revenue/EBITDA of Advanta grew 31%/54% YoY to INR9.12b/INR2.75b. Revenue growth was supported by higher volumes in Sorghum, Sunflower and Field corn, along with improved realizations. EBITDA margin expanded by 460bp YoY to 30.1% in 3QFY23 on the back of a favorable product mix and an increase in volumes.
- UPLL has made significant investments in the customer relations department in 3QFY23.

Valuation and view

- Cash flow generation and debt repayments remain the key monitorables amid a high inflationary environment in FY23E.
- We expect a revenue/EBITDA/Adj. PAT CAGR of 12%/13%/14% over FY22-25, backed by higher volumes and an improved product mix.
- We largely maintain our FY23E/FY24E/FY25E earnings. We reiterate our Neutral rating on the stock with a TP of INR835 (premised on 9x Dec'FY24E P/E; in line with a three-year average, one-year forward P/E).

MOTILAL OSWAL



Source: MOFSL

Exhibit 14: Change in our estimates

Particulars	Old				New		Change			
(INR b)	FY23E	FY24E	FY25E	FY23E	FY24E	FY25E	FY23E	FY23E	FY25E	
Revenue	549	607	647	557	615	656	1%	1%	1%	
EBITDA	127	138	147	126	138	148	0%	1%	0%	
Adj. PAT	59	63	71	59	65	73	0%	2%	3%	

Source: MOFSL

Financials and valuations

Consolidated - Income Statement									(INR m)
Y/E March	FY17	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E	FY25E
Total Income from Operations	163	174	218	358	387	462	557	615	656
Change (%)	16.1	6.5	25.7	63.7	8.2	19.5	20.4	10.6	6.6
EBITDA	32	35	46	74	86	102	126	138	148
Margin (%)	19.8	20.2	20.8	20.8	22.3	22.0	22.7	22.5	22.5
Depreciation	7	7	9	20	22	24	25	29	31
EBIT	26	28	37	54	65	78	101	110	117
Int. and Finance Charges	7	8	10	15	21	23	26	23	16
Other Income	4	4	2	1	3	3	3	2	2
Exchange diff on trade rec. & payables	2	0	3	3	2	6	7	0	0
PBT bef. EO Exp.	20	25	27	37	45	52	72	89	102
EO Items	1	1	9	10	3	3	1	0	0
PBT after EO Exp.	19	24	18	28	41	48	71	89	102
Total Tax	2	3	2	6	7	5	10	15	18
Tax Rate (%)	9.7	11.5	11.3	21.2	16.6	10.9	13.8	17.0	18.0
Prior Period Items - Income / (Expenses) - Net	0	0	0	0	0	0	0	0	0
Share of (profit)/loss of ass. & JV	0	1	0	0	0	-1	-2	-2	-2
Minority Interest	0	0	1	4	6	8	10	11	13
Reported PAT	17	20	15	18	29	36	53	65	73
Adjusted PAT	21	22	25	27	35	49	59	65	73
Change (%)	57.7	6.2	11.2	8.4	29.9	39.9	22.0	9.0	12.8
Margin (%)	12.8	12.8	11.3	7.5	9.0	10.5	10.6	10.5	11.1
Consolidated - Balance Sheet									(INR m)
Y/E March	FY17	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E	FY25E
Equity Share Capital	1	1	1	2	2	2	2	2	2
Total Reserves	72	91	146	161	177	215	259	333	395
Net Worth	74	92	147	163	179	217	260	335	397
Minority Interest	0	0	35	33	37	46	56	67	80
Total Loans	64	66	291	288	238	259	217	162	107
Perpetual bonds	0	0	0	30	30	30	30	30	30
Total Loans (Including Perpetual bond)	64	66	291	318	268	289	247	192	137
Deferred Tax Liabilities	-5	-4	22	28	27	25	25	25	25
Capital Employed	133	154	495	542	510	576	588	618	638
Gross Block	96	106	230	260	281	311	343	370	395
Less: Accum. Deprn.	60	66	75	95	117	141	165	194	225
Net Fixed Assets	37	40	155	164	164	170	178	176	170
Goodwill on Consolidation	4	4	166	182	177	184	184	184	184
Capital WIP	8	13	19	21	21	25	18	16	16
Total Investments	4	10	7	6	6	19	19	19	19
Curr. Assets, Loans&Adv.	145	157	285	328	337	429	476	522	568
Inventory	42	45	91	79	94	131	150	170	181
		61	117	119	126	153	181	204	225
· ·	5/							-••	
Account Receivables	57 29		29	68	49	61	46	40	46
Account Receivables Cash and Bank Balance	29	29	29 48	68 63	49 68	61 83	46 99	40 109	46 116
Account Receivables Cash and Bank Balance Loans and Advances	29 18	29 22	48	63	68	83	99	109	116
Account Receivables Cash and Bank Balance Loans and Advances Curr. Liability & Prov.	29 18 64	29 22 71	48 137	63 159	68 194	83 250	99 287	109 299	116 319
Account Receivables Cash and Bank Balance Loans and Advances Curr. Liability & Prov. Account Payables	29 18 64 49	29 22 71 57	48 137 94	63 159 102	68 194 125	83 250 166	99 287 193	109 299 202	116 319 216
Account Receivables Cash and Bank Balance Loans and Advances Curr. Liability & Prov. Account Payables Other Current Liabilities	29 18 64 49 14	29 22 71 57 13	48 137 94 34	63 159 102 55	68 194 125 60	83 250 166 77	99 287 193 83	109 299 202 86	116 319 216 92
Account Receivables Cash and Bank Balance Loans and Advances Curr. Liability & Prov. Account Payables	29 18 64 49	29 22 71 57	48 137 94	63 159 102	68 194 125	83 250 166	99 287 193	109 299 202	116 319 216

Financials and valuations

Ratios									
Y/E March	FY17	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E	FY25E
Basic (INR)									
EPS	27.3	29.0	32.2	34.9	45.4	63.5	77.4	84.4	95.2
Cash EPS	36.1	37.8	43.7	61.2	73.8	142.8	166.5	184.4	205.6
BV/Share	96.7	119.9	192.4	213.0	234.0	429.2	515.4	662.9	785.9
DPS	7.0	5.3	5.3	6.0	10.0	10.0	12.0	14.0	14.0
Payout (%)	31.0	20.0	27.1	25.8	26.6	21.1	17.4	16.6	14.7
Valuation (x)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
P/E	27.7	26.1	23.5	21.7	16.7	11.9	9.8	9.0	8.0
Cash P/E	21.0	20.0	17.3	12.4	10.3	5.3	4.5	4.1	3.7
P/BV	7.8	6.3	3.9	3.6	3.2	1.8	1.5	1.1	1.0
EV/Sales	3.8	3.5	3.9	2.3	2.1	1.7	1.4	1.2	1.0
EV/EBITDA	19.0	17.5	18.5	11.1	9.2	7.9	6.2	5.3	4.5
Dividend Yield (%)	0.9	0.7	0.7	0.8	1.3	1.3	1.6	1.8	1.8
FCF per share	24.1	19.2	-350.0	88.9	67.3	31.7	80.5	80.7	115.5
Return Ratios (%)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
RoE	31.4	26.8	20.6	17.2	20.3	24.5	24.8	21.7	19.9
RoCE	21.7	19.5	11.6	9.5	12.1	15.1	17.8	18.0	18.3
RoIC	25.7	26.1	12.0	9.6	12.2	15.4	17.9	17.4	17.4
Working Capital Ratios			0.0	0.0	0.0	0.0	0.0	0.0	0.0
Fixed Asset Turnover (x)	1.7	1.6	0.9	1.4	1.4	1.5	1.6	1.7	1.7
Inventory (Days)	194	204	319	156	180	216	210	210	210
Debtor (Days)	127	127	195	121	119	121	119	121	125
Creditor (Days)	228	255	329	203	239	274	270	250	250
Leverage Ratio (x)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Net Debt (incl perpetual bonds)/Equity	0.5	0.4	1.8	1.5	1.2	1.0	0.7	0.4	0.2

Consolidated - Cash Flow Statement									(INR m)
Y/E March	FY17	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E	FY25E
OP/(Loss) before Tax	20	25	27	28	42	50	72	89	102
Depreciation	7	7	9	20	22	24	25	29	31
Interest & Finance Charges	6	8	10	15	21	23	26	23	16
Direct Taxes Paid	-4	-3	-2	-8	-7	-10	-10	-15	-18
(Inc)/Dec in WC	-1	-5	-10	31	-2	-18	-27	-40	-19
CF from Operations	28	31	32	85	75	68	86	85	111
Others	-1	-1	-9	3	-3	-4	0	2	2
CF from Operating incl EO	27	30	24	87	72	65	87	87	113
(Inc)/Dec in FA	-8	-16	-291	-19	-21	-41	-25	-25	-25
Free Cash Flow	18	15	-268	68	51	24	62	62	88
(Pur)/Sale of Investments	0	-7	3	2	0	-13	0	0	0
Others	-2	3	-21	-9	0	16	0	21	0
CF from Investments	-10	-19	-309	-26	-21	-38	-25	-4	-25
Issue of Shares	0	-1	0	0	0	0	0	0	0
Inc/(Dec) in Debt	11	3	225	-29	-42	13	-42	-55	-55
Interest Paid	-8	-8	-10	-16	-17	-19	-26	-23	-16
Dividend Paid	-2	-4	-4	-5	-5	-8	-9	-11	-11
Others	0	-1	74	28	-4	-5	0	0	0
CF from Fin. Activity	1	-11	285	-22	-67	-19	-77	-88	-82
Inc/Dec of Cash	17	0	0	39	-19	10	-16	-6	7
Opening Balance	12	29	29	29	68	51	61	46	40
Closing Balance	29	29	29	68	49	61	46	40	46

Explanation of Investment Rating	
Investment Rating	Expected return (over 12-month)
BUY	>=15%
SELL	< - 10%
NEUTRAL	< - 10 % to 15%
UNDER REVIEW	Rating may undergo a change
NOT RATED	We have forward looking estimates for the stock but we refrain from assigning recommendation

*In case the recommendation given by the Research Analyst is inconsistent with the investment rating legend for a continuous period of 30 days, the Research Analyst shall be within following 30 days take appropriate measures to make the recommendation consistent with the investment rating legend.

Disclosures

The following Disclosures are being made in compliance with the SEBI Research Analyst Regulations 2014 (herein after referred to as the Regulations).

Motilal Oswal Financial Services Ltd. (MOFSL) is a SEBI Registered Research Analyst having registration no. INH000000412. MOFSL, the Research Entity (RE) as defined in the Regulations, is engaged in the business of providing Stock broking services, Depository participant services & distribution of various financial products. MOFSL is a listed public company, the details in respect of which are available on www.motilaloswal.com. MOFSL (erstwhile Motilal Oswal Securities Limited - MOSL) is registered with the Securities & Exchange Board of India (SEBI) and is a registered Trading Member with National Stock Exchange of India Ltd. (NSE) and Bombay Stock Exchange Limited (BSE), Multi Commodity Exchange of India Limited (MCX) and National Commodity & Derivatives Exchange Limited (NCDEX) for its stock broking activities & is Depository participant with Central Depository Services Limited (CDSL) National Securities Depository Limited (NSDL), NERL, COMRIS and CCRL and is member of Association of Mutual Funds of India (AMFI) for distribution of financial products and Insurance Regulatory & Development Authority of India (IRDA) as Corporate Agent for insurance products. Details of associate entities of Motilal Oswal Financial Services Limited are available on the website at

http://onlinereports.motilaloswal.com/Dormant/documents/List%20of%20Associate%20companies.pdf

MOFSL and its associate company(ies), their directors and Research Analyst and their relatives may; (a) from time to time, have a long or short position in, act as principal in, and buy or sell the securities or derivatives thereof of companies mentioned herein. (b) be engaged in any other transaction involving such securities and earn brokerage or other compensation or act as a market maker in the financial instruments of the company(ies) discussed herein or act as an advisor or lender/borrower to such company(ies) or may have any other potential conflict of interests with respect to any recommendation and other related information and opinions.; however the same shall have no bearing whatsoever on the specific recommendations made by the analyst(s), as the recommendations made by the analyst(s) are completely independent of the views of the associates of MOFSL even though there might exist an inherent conflict of interest in some of the stocks mentioned in the research report.

MOFSL and / or its affiliates do and seek to do business including investment banking with companies covered in its research reports. As a result, the recipients of this report should be aware that MOFSL may have a potential conflict of interest that may affect the objectivity of this report. Compensation of Research Analysts is not based on any specific merchant banking, investment banking or brokerage service transactions. Details of pending Enquiry Proceedings of Motilal Oswal Financial Services Limited are available on the website at https /galaxy.motilaloswal.com/ResearchAnalyst/PublishViewLitigation.aspx

A graph of daily closing prices of securities is available at www.nseindia.com, www.bseindia.com. Research Analyst views on Subject Company may vary based on Fundamental research and Technical Research. Proprietary trading desk of MOFSL or its associates maintains arm's length distance with Research Team as all the activities are segregated from MOFSL research activity and therefore it can have an independent view with regards to Subject Company for which Research Team have expressed their views. **Regional Disclosures (outside India)**

This report is not directed or intended for distribution to or use by any person or entity resident in a state, country or any jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject MOFSL & its group companies to registration or licensing requirements within such jurisdictions. For Hong Kong:

This report is distributed in Hong Kong by Motilal Oswal capital Markets (Hong Kong) Private Limited, a licensed corporation (CE AYY-301) licensed and regulated by the Hong Kong Securities and Futures Commission (SFC) pursuant to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) "SFO". As per SEBI (Research Analyst Regulations) 2014 Motilal Oswal Securities (SEBI Reg. No. INH000000412) has an agreement with Motilal Oswal capital Markets (Hong Kong) Private Limited for distribution of research report in Hong Kong. This report is intended for distribution only to "Professional Investors" as defined in Part I of Schedule 1 to SFO. Any investment or investment activity to which this document relates is only available to professional investor and will be engaged only with professional investors." Nothing here is an offer or solicitation of these securities, products and services in any jurisdiction where their offer or sale is not qualified or exempt from registration. The Indian Analyst(s) who compile this report is/are not located in Hong Kong & are not conducting Research Analysis in Hong Kong.

For U.S.

Motilal Oswal Financial Services Limited (MOFSL) is not a registered broker - dealer under the U.S. Securities Exchange Act of 1934, as amended (the"1934 act") and under applicable state laws in the United States. In addition MOFSL is not a registered investment adviser under the U.S. Investment Advisers Act of 1940, as amended (the "Advisers Act" and together with the 1934 Act, the "Acts), and under applicable state laws in the United States. Accordingly, in the absence of specific exemption under the Acts, any brokerage and investment services provided by MOFSL, including the products and services described herein are not available to or intended for U.S. persons. This report is intended for distribution only to "Major Institutional Investors" as defined by Rule 15a-6(b)(4) of the Exchange Act and interpretations thereof by SEC (henceforth referred to as "major institutional investors"). This document must not be acted on or relied on by persons who are not major institutional investors. Any investment or investment activity to which this document relates is only available to major institutional investors and will be engaged in only with major institutional investors. In reliance on the exemption from registration provided by Rule 15a-6 of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act") and interpretations thereof by the U.S. Securities and Exchange Commission ("SEC") in order to conduct business with Institutional Investors based in the U.S., MOFSL has entered into a chaperoning agreement with a U.S. registered brokerdealer, Motilal Oswal Securities International Private Limited. ("MOSIPL"). Any business interaction pursuant to this report will have to be executed within the provisions of this chaperoning agreement.

The Research Analysts contributing to the report may not be registered /qualified as research analyst with FINRA. Such research analyst may not be associated persons of the U.S. registered broker-dealer, MOSIPL, and therefore, may not be subject to NASD rule 2711 and NYSE Rule 472 restrictions on communication with a subject company, public appearances and trading securities held by a research analyst account.

For Singapore

In Singapore, this report is being distributed by Motilal Oswal Capital Markets Singapore Pte Ltd ("MOCMSPL") (Co. Reg. NO. 201129401Z) which is a holder of a capital markets services license and an exempt financial adviser in Singapore. As per the approved agreement under Paragraph 9 of Third Schedule of Securities and Futures Act (CAP 289) and Paragraph 11 of First Schedule of Financial Advisors Act (CAP 110) provided to MOCMSPL by Monetary Authority of Singapore. Persons in Singapore should contact MOCMSPL in respect of any matter arising from, or in connection with this report/publication/communication. This report is distributed solely to persons who qualify as "institutional Investors", of which some of whom may consist of "accredited" institutional investors as defined in section 4A(1) of the Securities and Futures Act, Chapter 289 of Singapore ("the SFA"). Accordingly, if a Singapore person is not or ceases to be such an institutional investor, such Singapore Person must immediately discontinue any use of this Report and inform MOCMSPL.

Specific Disclosures

- MOFSL, Research Analyst and/or his relatives does not have financial interest in the subject company, as they do not have equity holdings in the subject company.
- MOFSL, Research Analyst and/or his relatives do not have actual/beneficial ownership of 1% or more securities in the subject company
- MOFSL, Research Analyst and/or his relatives have not received compensation/other benefits from the subject company in the past 12 months 3
- 4 MOFSL, Research Analyst and/or his relatives do not have material conflict of interest in the subject company at the time of publication of research report Research Analyst has not served as director/officer/employee in the subject company
- 6
- MOFSL has not received compensation for investment banking/ merchant banking/brokerage services from the subject company in the past 12 months
- MOFSL has not received compensation for other than investment banking/merchant banking/brokerage services from the subject company in the past 12 months
- MOFSL has not received any compensation or other benefits from third party in connection with the research report
- MOFSL has not engaged in market making activity for the subject company

UPL

The associates of MOFSL may have:

- financial interest in the subject company
- actual/beneficial ownership of 1% or more securities in the subject company at the end of the month immediately preceding the date of publication of the Research Report or date of the public appearance.
- received compensation/other benefits from the subject company in the past 12 months
- any other potential conflict of interests with respect to any recommendation and other related information and opinions.; however, the same shall have no bearing whatsoever on the specific recommendations made by the analyst(s), as the recommendations made by the analyst(s) are completely independent of the views of the associates of MOFSL even though there might exist an inherent conflict of interest in some of the stocks mentioned in the research report.
- acted as a manager or co-manager of public offering of securities of the subject company in past 12 months
- be engaged in any other transaction involving such securities and earn brokerage or other compensation or act as a market maker in the financial instruments of the company(ies) discussed herein or act as an advisor or lender/borrower to such company(ies)
- received compensation from the subject company in the past 12 months for investment banking / merchant banking / brokerage services or from other than said services.
 Served subject company as its clients during twelve months preceding the date of distribution of the research report.

The associates of MOFSL has not received any compensation or other benefits from third party in connection with the research report

Above disclosures include beneficial holdings lying in demat account of MOFSL which are opened for proprietary investments only. While calculating beneficial holdings, It does not consider demat accounts which are opened in name of MOFSL for other purposes (i.e holding client securities, collaterals, error trades etc.). MOFSL also earns DP income from clients which are not considered in above disclosures.

Analyst Certification

The views expressed in this research report accurately reflect the personal views of the analyst(s) about the subject securities or issues, and no part of the compensation of the research analyst(s) was, is, or will be directly or indirectly related to the specific recommendations and views expressed by research analyst(s) in this report. Terms & Conditions:

This report has been prepared by MOFSL and is meant for sole use by the recipient and not for circulation. The report and information contained herein is strictly confidential and may not be altered in any way, transmitted to, copied or distributed, in part or in whole, to any other person or to the media or reproduced in any form, without prior written consent of MOFSL. The report is based on the facts, figures and information that are considered true, correct, reliable and accurate. The intent of this report is not recommendatory in nature. The information is obtained from publicly available media or other sources believed to be reliable. Such information has not been independently verified and no guaranty, representation of warranty, express or implied, is made as to its accuracy, completeness or correctness. All such information and opinions are subject to change without notice. The report is prepared solely for informational purpose and does not constitute an offer document or solicitation of offer to buy or sell or subscribe for securities or other financial instruments for the clients. Though disseminated to all the customers simultaneously, not all customers may receive this report at the same time. MOFSL will not treat recipients as

customers by virtue of their receiving this report.

Disclaimer:

The report and information contained herein is strictly confidential and meant solely for the selected recipient and may not be altered in any way, transmitted to, copied or distributed, in part or in whole, to any other person or to the media or reproduced in any form, without prior written consent. This report and information herein is solely for informational purpose and may not be used or considered as an offer document or solicitation of offer to buy or sell or subscribe for securities or other financial instruments. Nothing in this report constitutes investment, legal, accounting and tax advice or a representation that any investment or strategy is suitable or appropriate to your specific circumstances. The securities discussed and opinions expressed in this report may not be suitable for all investors, who must make their own investment decisions, based on their own investment objectives, financial positions and needs of specific recipient. This may not be taken in substitution for the exercise of independent judgment by any recipient. Each recipient of this document should make such investigations as it deems necessary to arrive at an independent evaluation of an investment in the securities of companies referred to in this document (including the merits and risks involved), and should consult its own advisors to determine the merits and risks of such an investment. The investment discussed or views expressed may not be suitable for all investors. Certain transactions -including those involving futures, options, another derivative products as well as non-investment grade securities - involve substantial risk and are not suitable for all investors. No representation or warranty, express or implied, is made as to the accuracy, completeness or fairness of the information and opinions contained in this document. The Disclosures of Interest Statement incorporated in this document is provided solely to enhance the transparency and should not be treated as endorsement of the views expressed in the report. This information is subject to change without any prior notice. The Company reserves the right to make modifications and alternations to this statement as may be required from time to time without any prior approval. MOFSL, its associates, their directors and the employees may from time to time, effect or have effected an own account transaction in, or deal as principal or agent in or for the securities mentioned in this document. They may perform or seek to perform investment banking or other services for, or solicit investment banking or other business from, any company referred to in this report. Each of these entities functions as a separate, distinct and independent of each other. The recipient should take this into account before interpreting the document. This report has been prepared on the basis of information that is already available in publicly accessible media or developed through analysis of MOFSL. The views expressed are those of the analyst, and the Company may or may not subscribe to all the views expressed therein. This document is being supplied to you solely for your information and may not be reproduced, redistributed or passed on, directly or indirectly, to any other person or published, copied, in whole or in part, for any purpose. This report is not directed or intended for distribution to, or use by, any person or entity who is a citizen or resident of or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject MOFSL to any registration or licensing requirement within such jurisdiction. The securities described herein may or may not be eligible for sale in all jurisdictions or to certain category of investors. Persons in whose possession this document may come are required to inform themselves of and to observe such restriction. Neither the Firm, not its directors, employees, agents or representatives shall be liable for any damages whether direct or indirect, incidental, special or consequential including lost revenue or lost profits that may arise from or in connection with the use of the information. The person accessing this information specifically agrees to exempt MOFSL or any of its affiliates or employees from, any and all responsibility/liability arising from such misuse and agrees not to hold MOFSL or any of its affiliates or employees responsible for any such misuse and further agrees to hold MOFSL or any of its affiliates or employees free and harmless from all losses, costs, damages, expenses that may be suffered by the person accessing this information due to any errors and delays.

Registered Office Address: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400025; Tel No.: 022-3980

4263; <u>www.motilaloswal.com</u>. Correspondence Address: Palm Spring Centre, 2nd Floor, Palm Court Complex, New Link Road, Malad (West), Mumbai- 400 064. Tel No: 022 71881000. Details of Compliance Officer: Neeraj Agarwal, Email Id: <u>na@motilaloswal.com</u>, Contact No:022-71881085.

Registration details of group entities.: Motilal Oswal Financial Services Ltd. (MOFSL): INZ000158836 (BSE/NSE/MCX/NCDEX); CDSL: IN-DP-16-2015; NSDL: IN-DP-NSDL-152-2000; Research Analyst: INH000000412. AMFI: ARN.: 146822. IRDA Corporate Agent – CA0579. Motilal Oswal Financial Services Ltd. is a distributor of Mutual Funds, PMS, Fixed Deposit, Insurance, Bond, NCDs and IPO products. Customer having any query/feedback/ clarification may write to query@motilaloswal.com. In case of grievances for any of the services rendered by Motilal Oswal Financial Services Limited (MOFSL) write to grievances@motilaloswal.com, for DP to dpgrievances@motilaloswal.com.